

Annex № 9

To Art. 33, Par. 1, item 3 of Ordinance № 2 from 17.09.2003

Facts and circumstances subject to disclosure

Sopharma Group as at 31 March 2019

1.1. No change in the persons controlling the Company.

1.6. No opening of bankruptcy proceedings against the Company or its subsidiary or any significant events related to production.

1.7. Conclusion or execution of significant transactions

1.8. There are no agreements for conclusion, termination and cancellation of joint venture.

1.10. Change in the Company's auditors and reasons for that.

The General Meeting of Shareholders of Sopharma AD selected the auditing company Baker Tilly Klitou and Partners OOD as a registered auditor of the Company for 2017. The reason for change of the previous external auditor AFA OOD is compliance with the requirements of art.65, par.3 of the Independent Financial Act Audit.

1.30. No initiation or termination of a court or arbitration proceedings relating to claims or liabilities of the Company or its subsidiary, with the price of the claim at least 10% of the Company's equity.

1.31. Purchase, sale or pledge of shares in companies of the issuer or its subsidiary

The structure of the Group includes Sopharma AD as a parent company and the subsidiaries stated below:

Group structure and changes in ownership interests:

<i>Subsidiaries</i>	<i>31.03.2019</i>	<i>31.12.2018</i>	<i>Date of acquisition of control</i>	<i>Date of disposal of control</i>
<i>Companies in Bulgaria</i>	<i>Interest %</i>	<i>Interest %</i>		
Sopharma Trading AD*	72.96	72.96	08.06.2006	
Pharmalogistica AD	89.39	89.39	15.08.2002	
Electroncommerce EOOD	100.00	100.00	09.08.2005	
Biopharm Engineering AD	97.15	97.15	10.03.2006	
Sopharma Buildings REIT	40.38	40.38	04.08.2008	
Momina Krepost AD	71.11	93.56	01.01.2008	
Phyto Palauzovo AD	95.00	95.00	21.09.2012	
Veta Pharma AD	99.98	99.98	11.11.2016	
Aromania AD	76.00	76.00	31.07.2017	
Sopharmacy EOOD**	72.96	72.96	19.01.2015	
Sopharmacy 2 EOOD**	72.96	72.96	05.06.2015	
Sopharmacy 3 EOOD**	72.96	72.96	02.12.2015	
Sopharmacy 4 EOOD**	72.96	72.96	29.02.2016	
Sopharmacy 5 EOOD**	72.96	72.96	01.03.2016	

Sopharmacy 6 EOOD**	72.96	72.96	03.12.2015
Sopharmacy 7 EOOD**	72.96	72.96	15.03.2017
Sopharmacy 8 EOOD**	72.96	72.96	27.06.2017
Sopharmacy 9 EOOD**	72.96	72.96	11.09.2017
Sopharmacy 10 EOOD**	72.96	72.96	11.09.2017
Sopharmacy 11 EOOD	72.96	72.96	07.12.2017
Sopharmacy 12 EOOD	72.96	72.96	07.12.2017
Sopharmacy 13 EOOD	72.96	72.96	07.12.2017
Sopharmacy 14 EOOD	72.96	72.96	07.12.2017
Sopharmacy 15 EOOD	72.96	72.96	07.12.2017
Sopharmacy 16 EOOD**	72.96	72.96	15.05.2018
Sopharmacy 17 EOOD**	72.96	72.96	15.05.2018
Sopharmacy 18 EOOD**	72.96	0.00	28.02.2019

* *effective percentage of interest*

** *indirect interest*

<i>Subsidiaries</i>	31.03.2019	31.12.2018	<i>Date of acquisition of control</i>	<i>Date of disposal of control</i>
<i>Companies abroad</i>	<i>Interest %</i>	<i>Interest %</i>		
SIA Briz	68.14	66.13	10.11.2009	
SOOO Brititrade **	54.51	52.90	10.11.2009	
PAO Vitamini	99.56	99.56	18.01.2008	
Sopharma Warsaw SP. Z.O.O.	100.00	100.00	23.11.2010	
Sopharma Trading Pharmaceuticals**(Sopharma Trading d.o.o. Belgrade**)	72.96	72.96	05.06.2015	
Sopharma Poland Z.O.O. – in liquidation	60.00	60.00	16.10.2003	
OOO Tabina **	54.66	53.05	08.04.2011	
SOOO Brizpharm **	36.94	35.85	20.12.2012	
OOO Sopharma Ukraine	100.00	100.00	07.08.2012	
OOO Farmacevt Plus **	41.96	40.72	31.05.2013	
UAB TBS Pharma**	34.75	33.73	01.03.2013	
TOO Sopharma Kazakhstan	100.00	100.00	06.11.2014	
OOO Galenapharm**	61.73	59.91	28.02.2015	
ODO Medjel**	55.87	54.23	28.02.2015	
ODO Alenpharm-plus**	62.68	55.54	30.06.2015	
OOO Farmatea**	36.89	35.80	30.11.2015	
ODO SalusLine**	52.47	50.92	18.11.2016	
Rap Pharma International OOD	51.00	51.00	14.04.2017	
ZAO Interpharm **	61.33	59.52	26.04.2017	
Sopharma Trading d.o.o. (Lekovit d.o.o.**)	72.96	51.07	09.08.2017	
OOO Zdorovei**	40.12	38.94	16.08.2017	
OOO Ivem&K**	30.55	29.65	16.08.2017	
OOO Ariens**	41.04	39.83	16.08.2017	
OOO Zabolivaya Apteka **	41.04	34.74	03.04.2018	
OOO Med-Dent **	0.00	46.29	16.08.2018	02.01.2019
BOOO SpetsAfarmacia **	47.70	46.29	16.08.2018	
OOO Bellerofon**	47.70	0.00	07.03.2019	

* *effective percentage of interest*

** *indirect interest*

- Sopharma Buildings REIT is a subsidiary by virtue of a written agreement for control concluded between Sopharma AD and other shareholders;
- Sopharmacy EOOD is a subsidiary of Sopharma Trading AD whereas the latter holds 100% of the capital of Sopharmacy EOOD;
- Sopharmacy 2 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital of Sopharmacy 2 EOOD;
- Sopharmacy 3 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital of Sopharmacy 3 EOOD;
- Sopharmacy 4 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital of Sopharmacy 4 EOOD;
- Sopharmacy 5 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital of Sopharmacy 5 EOOD;
- Sopharmacy 6 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital of Farma Online EOOD;
- Sopharmacy 7 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital Sopharmacy 7 EOOD;
- Sopharmacy 8 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital Sopharmacy 8 EOOD;
- Sopharmacy 9 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital Sopharmacy 9 EOOD;
- Sopharmacy 10 EOOD is a subsidiary of Sopharmacy EOOD whereas the latter holds 100% of the capital Sopharmacy 10 EOOD;
- Sopharmacy 11 EOOD is a subsidiary of Sopharma Trading AD - Sopharma Trading AD owns 100% of the capital of Sopharmacy 11 EOOD;
- Sopharmacy 12 EOOD is a subsidiary of Sopharma Trading AD - Sopharma Trading AD owns 100% of the capital of Sopharmacy 12 EOOD;
- Sopharmacy 13 EOOD is a subsidiary of Sopharma Trading AD - Sopharma Trading AD owns 100% of the capital of Sopharmacy 13 EOOD;
- Sopharmacy 14 EOOD is a subsidiary of Sopharma Trading AD - Sopharma Trading AD owns 100% of the capital of Sopharmacy 14 EOOD;
- Sopharmacy 15 EOOD is a subsidiary of Sopharma Trading AD - Sopharma Trading AD owns 100% of the capital of Sopharmacy 15 EOOD;
- Sopharmacy 16 EOOD is a subsidiary of Sopharmacy EOOD - Sopharmacy EOOD owns 100% of the capital of Sopharmacy 16 EOOD;
- Sopharmacy 17 EOOD is a subsidiary of Sopharmacy EOOD - Sopharmacy EOOD owns 100% of the capital of Sopharmacy 17 EOOD;
- Sopharmacy 18 EOOD is a subsidiary through Sopharma Trading AD whereas the latter holds 100% of the capital of Sopharmacy 18 EOOD;

- Sopharma Trading Pharmaceuticals is a subsidiary of Sopharma Trading AD whereas the latter holds 100% of the capital of Sopharma Trading Pharmaceuticals;
- Sopharma Trading d.o.o. is a subsidiary of Sopharma Trading AD whereas the latter holds 100% of the capital of Sopharma Trading d.o.o.;
- SOOO Brititrade, Belarus, is a subsidiary of SIA Briz, Latvia, whereas the latter holds 80% of the capital of SOOO Brititrade;
- OOO Tabina, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus - whereas SIA Briz, Latvia holds 1.10% of the capital of OOO Tabina and SOOO Brititrade – 98.9% of the capital of OOO Tabina;
- SOOO Brizpharm, Belarus, is a subsidiary through SIA Briz, Latvia and its subsidiary OOO Pharmacevt plus, Belarus – SIA Briz holds 1.27% of the capital of SOOO Brizpharm and OOO Pharmacevt Plus – 85.98% of the capital of SOOO Brizpharm;
- OOO Farmacevt Plus, Belarus, is a subsidiary through SIA Briz, Latvia, whereas the latter holds 61.58% of the capital of OOO Farmacevt Plus;
- UAB TBS Pharma, Lithuania, is a subsidiary through SIA Briz, Latvia, whereas the latter holds 51% of the capital of UAB TBS Pharma;
- OOO Galenapharm, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus, whereas SIA Briz holds 53% and SOOO Brititrade holds 47% of the capital of OOO Galenapharm;
- ODO Medjel, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus, whereas SIA Briz holds 50% and SOOO Brititrade holds 40% of the capital of ODO Medjel;
- ODO Alenpharm-plus, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus, whereas SIA Briz holds 59.90% and SOOO Brititrade holds 40.10% of the capital of ODO Alenpharm-plus;
- ODO Farmatea, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary OOO Farmacevt Plus, Belarus, and their subsidiary OOO Ivem I K, Belarus - whereas SIA Briz holds 2%, OOO Farmacevt Plus holds 49% and OOO Ivem I K – 49% of the capital of ODO Farmatea;
- ODO SalusLine, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus - SIA Briz holds 25%, SOOO Brititrade holds 65%.
- ZAO Interfarm, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus - SIA Briz holds 50%, SOOO Brititrade holds 50%.
- OOO Zdorovei, Belarus is a subsidiary through SIA Briz, Latvia and its subsidiary OOO Farmacevt Plus, Belarus – SIA Briz owns 9% and OOO Farmacevt Plus – 81% of the capital of OOO Zdorovei;
- OOO Ivem i K, Belarus is a subsidiary through SIA Briz, Latvia and its subsidiary OOO Farmacevt Plus, Belarus and OOO Zdorovei, Belarus – SOOO Brititrade and OOO Farmacevt

Plus own each 25% of the capital of OOO Ivem i K and OOO dorovei owns 50% of the capital of OOO Ivem i K.

- OOO Ariens, Belarus is a subsidiary through OOO Farmacevt Plus, Belarus and OOO Zdorovei, Belarus – OOO Framacevt Plus and OOO Zdorovei own each 50% of the capital of OOO Ariens.
- OOO Zabolivaya apteka, Belarus is a subsidiary through OOO Ivem i K, Belarus and OOO Ariens, Belarus - OOO Ivem i K and OOO Ariens own 50% of the capital of OOO Zabolivaya apteka.
- OOO Med-dend, Belarus is a subsidiary of SIA Briz, Latvia and its subsidiary SOOO Brititrade, Belarus - SIA Briz owns 50%, and SOOO Brititrade - 25% of the capital of OOO Med-dent.
- BOOO SpetsApharmatsiya, Belarus is a subsidiary through SIA Briz, Latvia and its subsidiary SOOO Brititrade, Belarus - SIA Briz owns 50%, and SOOO Brititrade - 25% of the capital of BOOO SpetsApharmatsiya.
- OOO Bellerofon, Belarus, is a subsidiary through SIA Briz, Latvia, and its subsidiary SOOO Brititrade, Belarus – SIA Briz holds 50%, and SOOO Brititrade – 25% of the capital of OOO Bellerofon.

OTHER LONG-TERM EQUITY INVESTMENTS

Other long-term equity investments include participations (shares) in the following companies:

	<i>Country</i>	<i>31.03.2019</i> <i>BGN '000</i>	<i>Interest</i> <i>%</i>	<i>31.12.2018</i> <i>BGN '000</i>	<i>Interest</i> <i>%</i>
Traded securities					
Lavena AD	Bulgaria	4,874	12.62	3,616	10.89
Sopharma Properties REIT	Bulgaria	2,243	1.67	2,078	1.55
Olainfarm AD	Latvia	1,445	0.77	1,484	0.77
Todorov AD	Bulgaria	191	12.40	182	10.94
Achieve Life Sciences Inc. – USA	USA	180	0.53	83	0.53
BTF Expat Bulgaria	Bulgaria	5	0.01	59	0.17
Elana Agrocredit AD	Bulgaria	-	-	31	0.07
Other		16	-	5	-
		8,954		7,538	
Non-traded securities					
OOO Medprostor	Belarus	566	19.00	546	19.00

OOO Farmico	Belarus	172	2.00	172	2.00
ODO DKM-Pharm	Belarus	100	2.00	100	2.00
OOO Set Aptek	Belarus	70	2.00	70	2.00
OOO Aptekar - Centr	Belarus	24	0.14	24	0.14
Other		<u>148</u>	-	<u>148</u>	-
Total		<u>1,080</u>		<u>1,060</u>	
		<u>10,034</u>		<u>8,598</u>	

As at 31 March 2019, within “others” are stated long-term equity investments at the amount of 164 thousand (31 December 2018: BGN 153 thousand) in Group’s non-controlling interest in a total of ten companies (31 December 2018: nine companies).

1.34. For issuers - other circumstances, which the Company believes could be relevant for investors in deciding to acquire, sell or continue to hold publicly traded securities:

All circumstances, that the Company considers important for the investors while making the decision to acquire, sell or continue to possess shares are revealed in public, are included in the interim consolidated financial statement for the first quarter of 2019.

Ognian Donev, PhD
Executive director